## **EXHIBIT A**

## ASSIGNMENT

WHEREAS, WE, David G. Bermudes (a citizen of the United States of America residing at 524 North Main Street, Wallingford, Connecticut, 06492), Ivan C. King (a citizen of the United States of America residing at 65 Blue Hills Road, New Haven, Connecticut, 06473), Caroline A. Clairmont (a citizen of the United States of America residing at 80 Merwin Circle, Cheshire, Connecticut, 06410), Stanley L. Lin (a citizen of the United States of America residing at 173 Old Toll Road, Madison, Connecticut, 06443) and Michael Belcourt (a citizen of the United States of America residing at 9 Algonquin Drive, Wallingford, Connecticut, 06942), ASSIGNORS, are the inventors of the invention in COMPOSITIONS AND METHODS FOR TUMOR-TARGETED DELIVERY OF EFFECTOR MOLECULES for which we have executed an application for a Patent of the United States

which is identified by Pennic & Edmonds up docket no. 8002-059-999 which was filed on August 24, 2000, Application No. 09/645,415

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and WHEREAS, VION PHARMACEUTICALS, INC., ASSIGNEE, having a principle place of business at Four Science Park, New Haven, Connecticut, 06511, is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNOE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States provisional application and all applications claiming priority thereto under 35 U.S.C. §119(e) and divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all ressues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict berewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

| IN TESTIMONY WHEREOF, We heregrate set our hands and scale | s the day and year set opposite our respective                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
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| Date 5-A-1 250 2001                                        | LS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| IVANC KING                                                 | ) /                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
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| CAROLINE A. CLAIRIMONT                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
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| STAMEDY L. LIN                                             | 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
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| MICHAEL BELCOURT \                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

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County of Mutteren

In the State of Concessions county of Manhatan on Sold School of the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. WITNESS my hand and official scal Their of Growing Canope County of Flow Haven WITNESS my hand and official seal State of Connection ) In the State of Connectical country of Man Harm on Set 2 captefore me. Sher Connectical Notary Public, personally appeared Caroline A. Claimont, personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. WITNESS my hand and official seal State of Connecticut County of Men Heren SS.: In the State of Consectivet, county of Vin Haven, on Sect. 25 2001, before me, Significantly Public, personally appeared Stanley L. Lin personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. WITNESS my hand and official seal In the State of Connecticit county of What Have on Lot 25. 201, before me. She County Public, personally appeared Michael Belcount, personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ics), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

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| 06/30/2006 16:39 7183578615  101888255  TO THE HONORABLE COMMISSION                                                                                  | Attorney Docket Number 8002-059-999                                            |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|--|
| TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS  Box Assignment  Washington, DC 20231                                                        |                                                                                |  |
| Please record the attached original documents or copy thereof.                                                                                       |                                                                                |  |
| 1. Name of conveying party(ies):  David G. Bermudes, Ivan C. King, Caroline A.  Claimont, Stanley L. Lin and Michael Belcourt                        | Name and address of receiving party(ies):     Name: Vion Pharmaceuticals, Inc. |  |
| Additional name(s) of conveying party(ies) attached?   Yes \$2.00  Address: Four Science Park, New Haven CT 06511                                    |                                                                                |  |
| 3. Nature of conveyance:                                                                                                                             | Country (if other than USA):                                                   |  |
| Assignment U Merger                                                                                                                                  |                                                                                |  |
| □ Security Agreement □ Change of Name                                                                                                                | ·                                                                              |  |
| D Other                                                                                                                                              |                                                                                |  |
| Execution Date: September 28, 2001                                                                                                                   |                                                                                |  |
| 4. Application number(s) or patent number(s):                                                                                                        |                                                                                |  |
| If this document is being filed together with a new application, the execution date of the application is:                                           |                                                                                |  |
| A. Patent Application No.(s) 09/645,415, filed August 24, 2000                                                                                       | B. Patent No.(s)                                                               |  |
| Additional numbers attached? © Yes S No                                                                                                              |                                                                                |  |
| Name and address of party to whom correspondence concerning document should be mailed:                                                               | 6. Number of applications and patents involved:                                |  |
| PENNIE & EDMONDS 11P<br>1155 Avenue of the Americas<br>New York, NY 10036                                                                            | 7. Total fee (37 CFR 3.41):                                                    |  |
|                                                                                                                                                      | 8. Deposit account number:  16-1150                                            |  |
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| 9. Statement and signature.                                                                                                                          |                                                                                |  |
| To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. |                                                                                |  |
| Geraldine F. Baldwin 31.232 Signature October 16, 2001  Name of Person Signing Reg. No.  Signature Date                                              |                                                                                |  |
| Total number of pages including cover sheet: 3                                                                                                       |                                                                                |  |

Mail documents to be recorded with required caver sheet information to:

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Washington, D.C. 20231

## TT\* TRADEMARK OFFICE

JANUARY 07, 2002

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BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

BERMUDES, DAVID G.

DOC DATE:, 09/28/2001

ASSIGNOR:

KING, IVAN C.

DOC DATE: 09/28/2001

ASSIGNOR:

CLAIRMONT, CAROLINE A.

DOC DATE: 09/28/2001

ASSIGNOR:

LIN, STANLEY L.

DOC DATE: 09/28/2001

ASSIGNOR: -

BELCOURT, MICHAEL

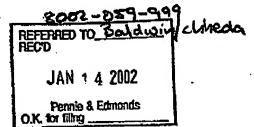
DOC DATE: 09/28/2001

ASSIGNEE:

VION PHARMACEUTICALS, INC

FOUR SCIENCE PARK

NEW HAVEN, CONNECTICUT 06511



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06/30/2006 16:39 7183578615 012277/0251 PAGE 2

SERIAL NUMBER: 09645415/

PATENT NUMBER:

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